

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

IN RE CITIGROUP INC.
BOND LITIGATION

08 Civ. 9522 (SHS)

ECF Case

**DECLARATION OF RICHARD A. ROSEN IN SUPPORT OF
THE RESPONSES OF THE CITIGROUP DEFENDANTS TO
OBJECTIONS TO THE PROPOSED SETTLEMENT**

RICHARD A. ROSEN declares as follows:

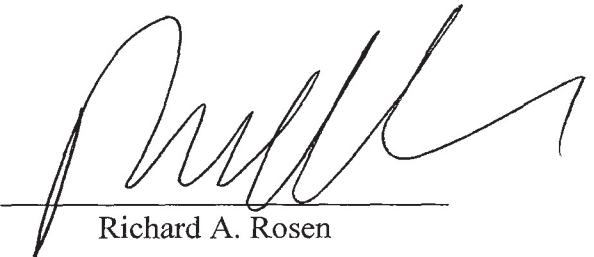
1. I am a member of Paul, Weiss, Rifkind, Wharton & Garrison LLP, 1285 Avenue of the Americas, New York, NY 10019, counsel for defendants Citigroup Inc., Citigroup Funding Inc., Citigroup Capital XIV, Citigroup Capital XV, Citigroup Capital XVI, Citigroup Capital XVII, Citigroup Capital XVIII, Citigroup Capital XIX, Citigroup Capital XX, Citigroup Capital XXI, C. Michael Armstrong, Alan J.P. Belda, Sir Winfried Bischoff, Michael Conway, Gary Crittenden, George David, Kenneth T. Derr, John M. Deutch, Scott Freidenrich, James Garnett, John C. Gerspach, Ann Dibble Jordan, Klaus Kleinfeld, Sallie L. Krawcheck, Andrew N. Liveris, Dudley C. Mecum, Ann M. Mulcahy, Vikram Pandit, Richard D. Parsons, Charles Prince, Roberto Hernandez Ramirez, Judith Rodin, Saul Rosen, Robert E. Rubin, Robert L. Ryan, Franklin A. Thomas, Eric L. Wentzel and David Winkler. I submit this declaration in support of Defendants' Responses to Objections to the Proposed Settlement ("Defendants' Responses").

2. Attached are true and correct copies of the following documents, which are referenced in Defendants' Responses:

- Exhibit 1: Excerpt of Memorandum of Plaintiff Securities and Exchange Commission in Response to the Court's Order of August 17, 2010, *Securities and Exchange Commission v. Citigroup Inc.*, Civil Action No. 10-cv-1277-ESH (D.D.C. Sept. 8, 2010).
- Exhibit 2: Excerpt of Transcript of Status Hearing, *Securities and Exchange Commission v. Citigroup Inc.*, Civil Action No. 10-cv-1277-ESH (D.D.C. Aug. 16, 2010).
- Exhibit 3: Excerpt of Transcript of Hearing, *Securities and Exchange Commission v. Citigroup Inc.*, Civil Action No. 10-cv-1277-ESH (D.D.C. Sept. 24, 2010).
- Exhibit 4: Press Release, Securities and Exchange Commission, SEC Charges Citigroup and Two Executives for Misleading Investors About Exposure to Subprime Mortgage Assets: Citigroup Agrees to Pay \$75 Million Penalty (July 29, 2010).

In accordance with 28 U.S.C. § 1746, I hereby declare under penalty of perjury that the foregoing is true and correct.

Executed on July 15, 2013.



Richard A. Rosen